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Attorneys for Defendants
 WAL-MART STORES, INC. AND
 WAL-MART.COM USA LLC

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

**IN RE ONLINE DVD RENTAL
 ANTITRUST LITIGATION**

Master File No. 4:09-md-2029 PJH

MDL No. 2029

Hon. Phyllis J. Hamilton

**This document relates to:
 ALL ACTIONS**

**STIPULATION AND [Proposed]
 ORDER RE APPLICATION TO
 CLAIMS AGAINST WAL-MART
 DEFENDANTS OF ORDER
 GRANTING SUMMARY
 JUDGMENT TO NETFLIX, INC. ON
 ALL CLAIMS BY BLOCKBUSTER
 SUBSCRIBERS**

1 WHEREAS Plaintiffs and Defendants Wal-Mart Stores, Inc. and Walmart.com USA LLC
 2 (collectively, the “Wal-Mart Defendants”) filed an Unopposed Administrative Motion For Stay
 3 and Bifurcation of Proceedings Based on Proposed Settlement Pursuant to Civil Local Rule 7-11
 4 (Docket No. 201);

5 WHEREAS, on August 30, 2010, the Court granted the unopposed administrative motion
 6 by Plaintiffs and the Wal-Mart Defendants and stayed all proceedings between Plaintiffs and the
 7 Wal-Mart Defendants pending proceedings relating to preliminary and final approval of a
 8 settlement (Docket No. 203);

9 WHEREAS Defendant Netflix, Inc. (“Netflix”) moved for summary judgment in its favor
 10 on all claims asserted by the Blockbuster Plaintiffs in this action (Docket No. 369);

11 WHEREAS the Court granted Netflix’s motion for summary judgment in its April 29,
 12 2011 Order (“Order”) (Docket No. 376), prior to preliminary or final approval of any settlement
 13 between Plaintiffs and the Wal-Mart Defendants;

14 WHEREAS Plaintiffs filed a motion for preliminary approval of settlement with the
 15 Wal-Mart Defendants, which is set to come on for hearing before the Court on August 24, 2011
 16 (Docket No. 454);

17 WHEREAS Netflix does not oppose the entry of this Stipulation and [Proposed] Order Re
 18 Application to Claims Against Wal-Mart Defendants of Order Granting Summary Judgment to
 19 Netflix, Inc. (“Stipulation and [Proposed] Order”);

20 The undersigned hereby agree and stipulate that upon the entry of this Stipulation and
 21 [Proposed] Order:

22 1. The stay of proceedings between Plaintiffs and the Wal-Mart Defendants (the
 23 “Stay”) is lifted for the limited purpose of the entry of this Stipulation and [Proposed] Order.

24 2. For all other purposes, the Stay remains in effect without interruption, including
 25 with respect to all grounds that the Wal-Mart Defendants may have for seeking summary
 26 judgment to dismiss the Blockbuster Plaintiffs’ claims, except those grounds on which this Court
 27 granted Netflix’s motion for summary judgment in the Order.

28 3. The Wal-Mart Defendants shall be deemed to have sought the same relief as that

sought by Netflix in Netflix's motion for summary judgment as to all claims asserted by the Blockbuster Plaintiffs (Docket No. 369).

4. Whatever effect the Order granting summary judgment has as to the Blockbuster Plaintiffs' claims against Netflix, the Order shall have the same effect as to the Blockbuster Plaintiffs' claims against the Wal-Mart Defendants.

5. If the Order is reversed on appeal, it shall also be reversed as to the Wal-Mart Defendants.

Dated: August 12, 2011

Respectfully submitted,

By: /s/ Paula W. Render
Paula W. Render (*Pro Hac Vice*)

Counsel for Defendants
WAL-MART STORES, INC. AND
WAL-MART.COM USA LLC

By: /s/ Robert G. Abrams (with permission)
Robert G. Abrams (*Pro Hac Vice*)

MEMBER OF THE STEERING
COMMITTEE FOR PLAINTIFFS IN
MDL No. 2029

SIGNATURE ATTESTATION

I hereby attest that the content of this document is acceptable to all persons whose signatures are indicated by a "conformed" signature (/s/) within this e-filed document.

By: /s/ Paula W. Render
Paula W. Render (*Pro Hac Vice*)

Counsel for Defendants
WAL-MART STORES, INC. AND
WAL-MART.COM USA LLC

1 **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

2
3
4 Dated: 8/15/11

By: _____

